

**Final Resolution: GLDC Transfer XVII  
Parcels F6B-1, F6B-2, F6B-3, F6B-4,  
F6B-5, F10C-2, F10C-3, F11B and a  
portion of F13**

Transcript Document No. 14(a)

Date: September 27, 2012

At a meeting of the Oneida County Industrial Development Agency, Oneida County, New York (the "Agency"), held at 584 Phoenix Drive, Rome, New York on the 22nd day of November 2011, the following members of the Agency were:

**Members Present:** D. Grow, N. Brown, M. Fitzgerald,  
E. Quadraro, S. Zogby

**EDGE Staff Present:** S. Papale, J. Cardone, M. Bonney, J. Waters,  
S. DiMeo, M. Kaucher

**Others Present:** M. Levitt, C. Levitt, L. Romano, L. Ruberto, J.  
Saunders, A. Peterson and M. Kohl

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of title to a certain industrial development facility more particularly described below (Griffiss Local Development Corporation XVII Facility) and the leasing of the facility to Griffiss Local Development Corporation.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Natalie Brown  
Michael Fitzgerald  
David Grow  
Eugene Quadraro  
Steven Zogby

Voting Nay

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION, CONSTRUCTION, RENOVATION AND EQUIPPING OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY FOR GRIFFISS LOCAL DEVELOPMENT CORPORATION AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, there was submitted to the Agency a proposal to undertake the providing and leasing of an industrial development facility to Griffiss Local Development Corporation, a not-for-profit local development corporation having its principal offices at 584 Phoenix Drive, Rome, New York 13441 (the "Company"), consisting of (1) the acquisition of various parcels of land situated at Griffiss Business and Technology Park in the City of Rome, County of Oneida, New York, known as (a) Parcel F6B-1, a 10.866± acre parcel of land located on the north side of Brooks Road to the east of Otis Street; (b) Parcel F6B-2, a 7.303± acre parcel of land located east of lands owned by Sovena USA, Inc.; (c) Parcel F6B-3, a 0.872± acre parcel of land located on the south side of Ellsworth Road to the east of the Steamplant; (d) Parcel F6B-4, a 3.092± acre parcel of land located on the north side of Ellsworth Road across from the Steamplant; (e) Parcel F6B-5, a 3.569± acre parcel of land located on the north side of Ellsworth Road across from the Steamplant; (f) Parcel F10C-2, a 3.359± acre parcel of land located on the north side of Perimeter Road south of the Weapons Storage Area; (g) Parcel F10C-3, a 10.163± acre parcel of land located on the north side of Perimeter Road south of Weapons Storage Area; (h) Parcel F11B, a 70.353± acre parcel of land located on the south side of Perimeter Road south of Technology Heights area; and (i) a portion of Parcel F13 located within the bounds of proposed Hangar Road, to the south of Building 101 parcel (collectively, the "Land"); (2) acquisition of the existing buildings and/or improvements situated on the Land (the "Existing Improvements"), and construction of certain additions thereto; (3) the demolition of certain Existing Improvements; (4) the construction of new buildings on the Land (the "New Improvements") (the Existing Improvements and the New Improvements, collectively, the "Improvements"); and (5) the acquisition and installation of equipment in the Improvements; all to be used for the continued coordination of redevelopment efforts for the realigned Griffiss Air Force Base, including the following as they relate to the acquisition, construction, renovation and equipping of such buildings, whether or not any materials or supplies described below are incorporated into or become an integral part of such buildings: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the acquisition, construction, renovation and equipping, and (ii) purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with the acquisition, construction, renovation and equipping and (iii) all equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under such buildings (collectively, the "Equipment") (the Land, the Improvements and the Equipment being, collectively, the

"Facility"), to be leased to the Company pursuant to a certain Lease Agreement by and between the Company and the Agency (the "Lease Agreement") dated as of September 1, 2012 or such other date as the Chairman and Agency Counsel shall agree; and

WHEREAS, the Agency by resolution duly adopted on August 27, 2012 (the "Resolution") decided to proceed under the provisions of the Act to acquire and lease the Facility and enter into the Lease Agreement; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the transaction contemplated by the lease of the land and the transfer of fee title to the Facility; and

WHEREAS, in connection with the realignment of Griffiss Air Force Base, the Air Force caused to be prepared a final environmental impact statement ("FEIS") pursuant to the National Environmental Policy Act of 1969 ("NEPA"), assessing the potential environmental impacts of the realignment of the Base, including its conveyance for redevelopment; and

WHEREAS, pursuant to the State Environmental Quality Review Act and the regulations adopted pursuant thereto (collectively, "SEQRA"), where an FEIS has been prepared pursuant to NEPA a State Agency may, in lieu of preparing its own FEIS, rely upon the federal FEIS to make SEQRA findings; and

WHEREAS, on October 14, 1998, the Common Council of the City of Rome, conducting as lead agency a coordinated SEQRA review (in which the Agency and the Company were involved agencies) of the proposed rezoning of the former Base and other actions, including the redevelopment of the Base and financing thereof, determined that the FEIS prepared by the Air Force formed a sufficient basis for the adoption of SEQRA findings and adopted SEQRA findings; and

WHEREAS, the Agency itself also determined that the FEIS prepared by the Air Force provided a sufficient basis for it to adopt SEQRA findings without the preparation of another FEIS and, on August 27, 2012, adopted and filed such findings in satisfaction of the requirements of SEQRA.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The acquisition, construction, renovation and equipping of the Facility and the leasing of the Facility to the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition, construction, renovation and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and Company's Counsel, the Facility conforms with the local zoning laws and planning regulations of Oneida County and all regional and local land use plans for the area in which the Facility is located; and

(f) The SEQRA findings adopted by the Agency on October 14, 1998 and affirmed on August 27, 2012, encompassed the actions to be undertaken by this resolution and no changes have been made since that time to the proposed action that would create new or increased adverse environmental impacts; and

(g) It is desirable and in the public interest for the Agency to lease the Facility; and

(h) The Lease Agreement is an effective instrument whereby the Agency leases the Facility to the Company; and

(i) The Payment in Lieu of Tax Agreement (the "PILOT Agreement"), dated as of September 1, 2012 or such other date as the Chairman and Agency Counsel shall agree, between the Company and the Agency, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company set forth the terms and conditions of their Agreement regarding the Company's payments in lieu of real property taxes; and

(j) The Environmental Compliance and Indemnification Agreement (the "Environmental Compliance and Indemnification Agreement"), dated as of September 1, 2012 by and between the Agency and the Company will be an effective instrument whereby the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will indemnify and hold harmless the Agency for all liability under all such Environmental Laws; and

(k) The Economic Development Conveyance Agreement dated as of March 21, 2000 (the "Economic Development Conveyance Agreement") by and between the Agency and the United States of America through the Secretary of the Air Force (the "Air Force"), as the same may be amended from time to time, is an effective instrument whereby the Agency and the Air Force agree upon the terms of the conveyance of the Facility; and

(l) The Memorandum of Understanding (the "Memorandum of Understanding"), dated as of January 12, 1999, as the same may be amended from time to time, by and among the Agency, the Company, the Air Force, the Town of Floyd, the City of Rome and the County of Oneida is an effective instrument whereby all parties acknowledge and accept the terms of the real property tax abatements to be granted to the Company in connection with the Facility; and

(m) The Deed from the Air Force to the Agency will be an effective instrument whereby the Air Force conveys to the Agency fee simple title to the Land (the "Deed"); and

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Facility to the Company pursuant to the Lease Agreement, (ii) execute, deliver and perform the Lease Agreement, (iii) execute, deliver and perform the PILOT Agreement, (iv) perform the Economic Development Conveyance Agreement, (v) perform the Memorandum of Understanding; (vi) execute and deliver the Environmental Compliance and Indemnification Agreement; (vii) accept conveyance of fee simple title to the Land pursuant to the Deed; and (viii) execute and accept delivery of the Deed.

Section 3. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A and Exhibit B, respectively, to the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Lease Agreement, the Environmental Compliance and Indemnification Agreement, the PILOT Agreement and the Deed (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 5.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Lease Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement and the Deed, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

STATE OF NEW YORK)

: ss.:

COUNTY OF ONEIDA)

I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Oneida County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on the 27th day of September 2012 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Lease Agreement, the Environmental Compliance and Indemnification Agreement, the PILOT Agreement and the Deed contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this 12th day of August 2013.

ONEIDA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

By:

  
Shawna M. Papale, Secretary

Re: ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

STATE OF NEW YORK )  
 ) SS:  
COUNTY OF ONEIDA )

Laura S. Ruberto, being duly sworn, deposes and says:

On September 17, 2012 she deposited in a post office box regularly maintained by the United States Government in the City of Utica, New York, a copy of a deviation notice regarding a final authorizing resolution to be considered by the Oneida County Industrial Development Agency relating to the **Griffiss Local Development Corporation Facility Transfer XVII**, at a meeting to be held on September 27, 2012 at 8:00AM, local time, at Oneida County IDA, 584 Phoenix Drive, City of Rome, New York, copy of said notice is attached hereto and made a part hereof, to the following parties at their respective addresses set forth below:

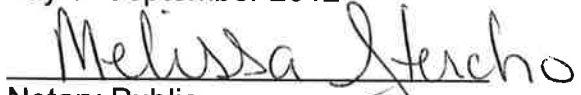
Mr. Anthony J. Picente, Jr.  
Oneida County Executive  
Oneida County Office Building  
800 Park Avenue  
Utica, New York 13501

Patricia S. Riedel, President  
Board of Education  
Rome City School District  
409 Bell Road  
Rome, New York 13440

Joseph R. Fusco, Jr., Mayor  
City of Rome  
198 North Washington Street  
Rome, New York 13440

  
\_\_\_\_\_  
Laura S. Ruberto

Sworn to before me this 17<sup>th</sup>  
day of September 2012

  
\_\_\_\_\_  
Notary Public

MELISSA A. VOZGA (Stercho)  
Notary Public in the State of New York  
Qualified in Oneida County O1V06190156  
My Commission Expires Oct. 6, 2012



Anthony J. Picente Jr.  
County Executive

Shawna Papale  
Secretary/  
Executive Director

Julianne Cardone  
Treasurer

Jennifer Waters  
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY



584 Phoenix Drive, Rome, New York 13441  
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[info@mvedge.org](mailto:info@mvedge.org); [www.mvedge.org](http://www.mvedge.org)

David C. Grow, Chairman  
Natalie Brown, Vice Chairman

Ferris Betrus Jr.  
Michael Fitzgerald  
Eugene Quadraro  
Michael Valentine  
Steven Zogby

September 17, 2012

Mr. Anthony J. Picente, Jr.  
Oneida County Executive  
Oneida County Office Building  
800 Park Avenue  
Utica, New York 13501

**Re: *Griffiss Local Development Corporation Facility Transfer XVII  
(Parcels F6B-1, F6B-2, F6B-3, F6B-4, F6B-5, F10C-2, F10C3, F11B  
and a portion of Parcel 13)***

Dear Sir:

On September 27, 2012 at 8:00 a.m. local time at 584 Phoenix Drive, Rome, New York 13441, the Oneida County Industrial Development Agency (the "Agency") will meet to consider a final authorizing resolution regarding proposed financial assistance to Griffiss Local Development Corporation (the "Company") for the Project described below.

The "Project" consists of: (1) the acquisition of various parcels of land situated at Griffiss Business and Technology Park in the City of Rome, County of Oneida, New York, known as (a) Parcel F6B-1, a 10.866± acre parcel of land located on the north side of Brooks Road to the east of Otis Street; (b) Parcel F6B-2, a 7.303± acre parcel of land located east of lands owned by Sovena USA, Inc.; (c) Parcel F6B-3, a 0.872± acre parcel of land located on the south side of Ellsworth Road to the east of the Steamplant; (d) Parcel F6B-4, a 3.092± acre parcel of land located on the north side of Ellsworth Road across from the Steamplant; (e) Parcel F6B-5, a 3.569± acre parcel of land located on the north side of Ellsworth Road across from the Steamplant; (f) Parcel F10C-2, a 3.359± acre parcel of land located on the north side of Perimeter Road south of the Weapons Storage Area); (g) Parcel F10C-3, a 10.163± acre parcel of land located on the north side of Perimeter Road south of Weapons Storage Area; (h) Parcel F11B, a 70.353± acre parcel of land located on the south side of Perimeter Road south of Technology Heights area; and (i) a portion of Parcel F13 located within the bounds of proposed Hangar Road, to the south of Building 101 parcel (collectively, the "Land"); (2) acquisition of the existing buildings and/or improvements situated on the Land (the "Existing Improvements"), and construction of certain additions thereto; (3) the demolition of certain Existing Improvements; (4) the construction of new buildings on the Land (the "New Improvements") (the Existing Improvements and the New Improvements, collectively, the "Improvements"); and (5) the acquisition and installation

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of equipment in the Improvements; all to be used for the continued coordination of redevelopment efforts for the realigned Griffiss Air Force Base (the Land, the Improvements and the Equipment referred to collectively as the "Facility").

Pursuant to the Economic Development Conveyance Agreement entered into by and between The United States of America, acting by and through the Secretary of the Air Force (the "Air Force") and the Agency on or about May 25, 2000 (with the Company's concurrence), as the same may have been amended from time to time, the Air Force will convey to the Agency fee title to the Facility. The Agency will lease the Facility to the Company pursuant to a Lease Agreement. At the end of the lease term, the Company will have the option to purchase the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of granting a lease for a period of at least ten (10) years, exemptions from sales tax, exemptions from mortgage recording tax and abatement of real property taxes on the Facility for ten (10) years, during which time the Company shall pay no taxes. The Agency's proposed financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy.

The Agency is deviating from its policy for the following reasons:

1. **The nature of the Project:** The Agency's lease of the Facility to the Company, and the Agency's related financial assistance to the Company, will promote, encourage and assist the Company in its redevelopment of the former Griffiss Air Force Base ("AFB") and will thereby advance the job opportunities, general prosperity and economic welfare of Oneida County residents. Furthermore, the Agency is the only agency to which the Air Force will transfer the Facility, and the Agency is tax exempt, but is not an operating agency capable of maintaining the Facility.

2. **The economic condition of the area:** The Facility is located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law). Redevelopment of this particular area (the former Griffiss AFB) is a priority for state and local government officials.

3. **The extent to which financial assistance for the Properties will create or retain permanent, private sector jobs:** There are nearly 6,000 jobs at Griffiss Business Park of which approximately 3,756 are permanent, private sector jobs. The Company has been successful in facilitating redevelopment of the former Griffiss AFB, and the proposed Agency financial assistance will support the Company in achieving further success.

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**4. Impact of the proposed tax exemptions on affected tax jurisdictions:** The Facility was tax exempt during the 50+ years it were owned by the Government. The continuation of the tax-exempt status would not reduce the amount of tax revenue presently realized by the affected tax jurisdictions.

**5. Impact on existing and proposed businesses and economic development projects in the vicinity:** Developing the Facility will attract new businesses and investment to the Griffiss Business Park and will also help existing businesses to grow and prosper.

**6. The extent to which additional sources of revenue for municipalities and school districts will be created:** The Company's development of the Griffiss Business Park is generating over \$4 million per year in tax revenues and/or PILOT payments for the benefit of the County of Oneida, the City of Rome and the Rome City School District. Development of the Properties will generate additional tax revenues and/or PILOT payments.

You are welcome to attend such meeting at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Shawna Papale at the Agency at telephone number 338-0393.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By: Shawna M. Papale  
Shawna M. Papale, Executive Director

Anthony J. Picente Jr.  
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September 17, 2012

Joseph R. Fusco, Jr., Mayor  
City of Rome  
198 North Washington Street  
Rome, New York 13440

**Re: *Griffiss Local Development Corporation Facility Transfer XVII  
(Parcels F6B-1, F6B-2, F6B-3, F6B-4, F6B-5, F10C-2, F10C3, F11B  
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redevelopment efforts for the realigned Griffiss Air Force Base (the Land, the Improvements and the Equipment referred to collectively as the "Facility").

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The Agency is deviating from its policy for the following reasons:

1. **The nature of the Project:** The Agency's lease of the Facility to the Company, and the Agency's related financial assistance to the Company, will promote, encourage and assist the Company in its redevelopment of the former Griffiss Air Force Base ("AFB") and will thereby advance the job opportunities, general prosperity and economic welfare of Oneida County residents. Furthermore, the Agency is the only agency to which the Air Force will transfer the Facility, and the Agency is tax exempt, but is not an operating agency capable of maintaining the Facility.

2. **The economic condition of the area:** The Facility is located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law). Redevelopment of this particular area (the former Griffiss AFB) is a priority for state and local government officials.

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**4. Impact of the proposed tax exemptions on affected tax jurisdictions:**  
The Facility was tax exempt during the 50+ years it were owned by the Government. The continuation of the tax-exempt status would not reduce the amount of tax revenue presently realized by the affected tax jurisdictions.

**5. Impact on existing and proposed businesses and economic development projects in the vicinity:** Developing the Facility will attract new businesses and investment to the Griffiss Business Park and will also help existing businesses to grow and prosper.

**6. The extent to which additional sources of revenue for municipalities and school districts will be created:** The Company's development of the Griffiss Business Park is generating over \$4 million per year in tax revenues and/or PILOT payments for the benefit of the County of Oneida, the City of Rome and the Rome City School District. Development of the Properties will generate additional tax revenues and/or PILOT payments.

You are welcome to attend such meeting at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Shawna Papale at the Agency at telephone number 338-0393.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By:   
Shawna M. Papale, Executive Director

Anthony J. Picente Jr.  
County Executive

Shawna Papale  
Secretary/  
Executive Director

Julianne Cardone  
Treasurer

Jennifer Waters  
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

**OCIDA**



584 Phoenix Drive, Rome, New York 13441  
(315) 338-0393, fax (315) 338-5694  
[info@mvedge.org](mailto:info@mvedge.org); [www.mvedge.org](http://www.mvedge.org)

David C. Grow, Chairman  
Natalie Brown, Vice Chairman

Ferris Betrus Jr.  
Michael Fitzgerald  
Eugene Quadraro  
Michael Valentine  
Steven Zogby

September 17, 2012

Patricia S. Riedel, President  
Board of Education  
Rome City School District  
409 Bell Road  
Rome, New York 13440

**Re: *Griffiss Local Development Corporation Facility Transfer XVII  
(Parcels F6B-1, F6B-2, F6B-3, F6B-4, F6B-5, F10C-2, F10C3, F11B  
and a portion of Parcel 13)***

Dear Madam:

On September 27, 2012 at 8:00 a.m. local time at 584 Phoenix Drive, Rome, New York 13441, the Oneida County Industrial Development Agency (the "Agency") will meet to consider a final authorizing resolution regarding proposed financial assistance to Griffiss Local Development Corporation (the "Company") for the Project described below.

The "Project" consists of: (1) the acquisition of various parcels of land situated at Griffiss Business and Technology Park in the City of Rome, County of Oneida, New York, known as (a) Parcel F6B-1, a 10.866± acre parcel of land located on the north side of Brooks Road to the east of Otis Street; (b) Parcel F6B-2, a 7.303± acre parcel of land located east of lands owned by Sovena USA, Inc.; (c) Parcel F6B-3, a 0.872± acre parcel of land located on the south side of Ellsworth Road to the east of the Steamplant; (d) Parcel F6B-4, a 3.092± acre parcel of land located on the north side of Ellsworth Road across from the Steamplant; (e) Parcel F6B-5, a 3.569± acre parcel of land located on the north side of Ellsworth Road across from the Steamplant; (f) Parcel F10C-2, a 3.359± acre parcel of land located on the north side of Perimeter Road south of the Weapons Storage Area; (g) Parcel F10C-3, a 10.163± acre parcel of land located on the north side of Perimeter Road south of Weapons Storage Area; (h) Parcel F11B, a 70.353± acre parcel of land located on the south side of Perimeter Road south of Technology Heights area; and (i) a portion of Parcel F13 located within the bounds of proposed Hangar Road, to the south of Building 101 parcel (collectively, the "Land"); (2) acquisition of the existing buildings and/or improvements situated on the Land (the "Existing Improvements"), and construction of certain additions thereto; (3) the demolition of certain Existing Improvements; (4) the construction of new buildings on the Land (the "New Improvements") (the Existing Improvements and the New Improvements, collectively, the "Improvements"); and (5) the acquisition and installation

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of equipment in the Improvements; all to be used for the continued coordination of redevelopment efforts for the realigned Griffiss Air Force Base (the Land, the Improvements and the Equipment referred to collectively as the "Facility").

Pursuant to the Economic Development Conveyance Agreement entered into by and between The United States of America, acting by and through the Secretary of the Air Force (the "Air Force") and the Agency on or about May 25, 2000 (with the Company's concurrence), as the same may have been amended from time to time, the Air Force will convey to the Agency fee title to the Facility. The Agency will lease the Facility to the Company pursuant to a Lease Agreement. At the end of the lease term, the Company will have the option to purchase the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of granting a lease for a period of at least ten (10) years, exemptions from sales tax, exemptions from mortgage recording tax and abatement of real property taxes on the Facility for ten (10) years, during which time the Company shall pay no taxes. The Agency's proposed financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy.

The Agency is deviating from its policy for the following reasons:

1. **The nature of the Project:** The Agency's lease of the Facility to the Company, and the Agency's related financial assistance to the Company, will promote, encourage and assist the Company in its redevelopment of the former Griffiss Air Force Base ("AFB") and will thereby advance the job opportunities, general prosperity and economic welfare of Oneida County residents. Furthermore, the Agency is the only agency to which the Air Force will transfer the Facility, and the Agency is tax exempt, but is not an operating agency capable of maintaining the Facility.

2. **The economic condition of the area:** The Facility is located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law). Redevelopment of this particular area (the former Griffiss AFB) is a priority for state and local government officials.

3. **The extent to which financial assistance for the Properties will create or retain permanent, private sector jobs:** There are nearly 6,000 jobs at Griffiss Business Park of which approximately 3,756 are permanent, private sector jobs. The Company has been successful in facilitating redevelopment of the former Griffiss AFB, and the proposed Agency financial assistance will support the Company in achieving further success.



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**4. Impact of the proposed tax exemptions on affected tax jurisdictions:**  
The Facility was tax exempt during the 50+ years it were owned by the Government. The continuation of the tax-exempt status would not reduce the amount of tax revenue presently realized by the affected tax jurisdictions.

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Very truly yours,

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By: *Shawna M. Papale*  
Shawna M. Papale, Executive Director

c: Patricia Riedel, 1210 Cedarbrook Drive, Rome NY 13440  
Jeffrey P. Simons, Superintendent of Schools